

BEFORE THE
Federal Communications Commission
WASHINGTON, D.C. 20554

In the Matter of

The Transfer of Control of the Membership Interests)
In U.S. Connect, LLC ("Licensee"))

From its corporate parent, Great Wireless, LLC,)
Suleman Bhimani, Owner, Transferor)
To)
Great Wireless, LLC, Patricia Gabrysiak, an individual)
and Porter USA Enterprises, Inc., Transferees)

and from)
Great Wireless, LLC, Patricia Gabrysiak, an individual)
Transferor)
To)
Great Wireless, LLC, Porter USA Enterprises, Inc.,)
Transferee)

Application Pursuant to Section 214 of the)
Communications Act of 1934 and Section 63.04)
of the Commission's Rules for Consent to the)
Transfer of Control of the Membership Interests)
in U.S. Connect, LLC's corporate parent,)
Great Wireless, LLC, Suleman Bhimani, Owner,)
Transferor to Great Wireless, LLC, Patricia Gabrysiak,)
an individual and Porter USA Enterprises, Inc., Transferee)
And from)
Great Wireless, LLC., Patricia Gabrysiak, an individual,)
Transferor)
To)
Great Wireless, LLC., Porter USA Enterprises, Inc.)
Transferee)
)

Grant of the requested authority will permit approval of a series of transactions whereby the ownership of Great Wireless, the holding company for US Connect, will be transferred from Suleman Bhimani to Gabrysiak and Porter USA, and from Gabrysiak to Porter USA. As a result of these transactions the ownership of US Connect's corporate parent will change necessitating the need for this filing. The proposed transfers will benefit the public interest, and will allow US Connect to expand its business. In accordance with 47 C.F.R. § 63.03, the parties request streamlined processing of this Application.

- (1) The name, address and telephone number of the transferor and transferee.

Transferors-- Transaction A

Great Wireless, LLC
1750 Regal Row
Dallas, Texas 75235

Suleman Bhimani, Owner
1750 Regal Row
Dallas, Texas 75235

Transferees – Transaction A:

Great Wireless, LLC
1750 Regal Row
Dallas, Texas 75235

And

Patricia Gabrysiak, an individual
6640 Inwood Dr.
Watauga, TX 76148

And

Porter USA Enterprises, Inc
24133 59 North
Porter, Texas 77365

Transferors – Transaction B

Great Wireless, LLC
1750 Regal Road
Dallas, Texas 75235

Patricia Gabrysiak, an individual
6640 Inwood Dr.
Watauga, TX 76148

Porter USA Enterprises, Inc.
24133 59 North
Porter, Texas 77365

Transferees – Transaction B

Great Wireless, LLC
1750 Regal Road
Dallas, Texas 75235

Porter USA Enterprises, Inc.
24133 59 North
Porter, Texas 77365

- (2) The state of incorporation of transferors and transferees.

Great Wireless, LLC is a Texas limited liability company
Bhimani, is an individual, whose residence is in the State of Texas
US Connect, LLC is a Georgia limited liability company
Porter USA Enterprises, Inc. is a Texas corporation
Gabrysiak, is an individual, whose residence is in the State of Texas

- (3) Correspondence concerning this Application should be addressed to:

Leon Nowalsky
Nowalsky & Gothard, APLLC
1420 Veterans Blvd.
Metairie, Louisiana 70005
(504) 832-1984 (Telephone)
(504) 831-0892 (Facsimile)
lnowalsky@nbglaw.com

- (4) US Connect certifies to the following information:

Pre-Transaction – Transaction A

The name, address, citizenship, and principal place of business of the owners of US Connect, holding a 10 percent or greater ownership interest, are:

Owner Name: Great Wireless, LLC
Citizenship: Texas Limited Liability Company
Principal Business: Stockholder
Percent Ownership: 100%
Great Wireless does not own a 10% or greater ownership or equity interest in any other telecommunications companies.

Owner Name: Suleman Bhimani, an individual
Citizenship: Canada
Principal Business: Stockholder
Percent Ownership: 100%
Suleman Bhimani does not directly own a 10% or greater ownership or equity interest in any other telecommunications companies^{1/}

Post Transaction

Owner Name: Great Wireless, LLC
Citizenship: Texas Limited Liability Company
Principal Business: Stockholder
Percent Ownership: 100%
Great Wireless does not own a 10% or greater ownership or equity interest in any other telecommunications companies.

¹ Bhimani indirectly owns 32.86% of the equity of Assist Wireless through Flagship Investment Partners, LLC.

Owner Name: Patricia Gabrysiak, an individual
Citizenship: United States
Principal Business: Stockholder
Percent Ownership: 51%
Patricia Gabrysiak does not own a 10% or greater
Ownership or equity interest in any other telecommunications
companies.

Owner Name: Porter USA Enterprises, Inc.
Citizenship: Texas corporation
Principal Business: Stockholder
Percent Ownership: 49%
Porter USA does not own a 10% or greater ownership
or equity interest in any other telecommunications companies.

Owner Name: Ubaid Uddin, an individual
Citizenship: United States
Principal Business: Stockholder
Percent Ownership: 100%
Ubaid Uddin does not own a 10% or greater ownership
or equity interest in any other telecommunications
companies.

Pre-Transaction – Transaction B

The name, address, citizenship, and principal place of business of the
owners of US Connect, holding a 10 percent or greater ownership
interest, are:

Owner Name: Great Wireless, LLC
Citizenship: Texas Limited Liability Company
Principal Business: Stockholder
Percent Ownership: 100%
Great Wireless does not own a 10% or greater ownership or equity
interest in any other telecommunications companies other than US
Connect.

Owner Name: Patricia Gabrysiak, an individual
Citizenship: United States
Principal Business: Stockholder
Percent Ownership: 51%

Patricia Gabrysiak does not own a 10% or greater ownership or equity interest in any other telecommunications companies

Owner Name: Porter USA Enterprises, Inc.
Citizenship: Texas corporation
Principal Business: Stock holder
Percent Ownership: 49%
Porter USA does not own a 10% or greater ownership or equity interest in any other telecommunications companies.

Owner Name: Ubaid Uddin, an individual
Citizenship: United States
Principal Business: Stockholder
Percent Ownership: 100%
Ubaid Uddin does not own a 10% or greater ownership or equity interest in any other telecommunications companies.

Post Transaction – Transaction B

Owner Name: Great Wireless, LLC
Citizenship: Texas Limited Liability Company
Principal Business: Stockholder
Percent Ownership: 100%
Great Wireless does not own a 10% or greater ownership or equity interest in any other telecommunications companies other than US Connect.

Owner Name: Porter USA Enterprises, Inc.
Citizenship: Texas corporation
Principal Business: Stock holder
Percent Ownership: 100%
Porter USA does not own a 10% or greater ownership or equity interest in any other telecommunications companies.

Owner Name: Ubaid Uddin, an individual
Citizenship: United States
Principal Business: Stockholder
Percent Ownership: 100%
Ubaid Uddin does not own a 10% or greater ownership

or equity interest in any other telecommunications companies.

- (5) Applicants certify that no party to the Application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. § 853(a), *see also* 47 C.F.R. §§ 1.2001-1.2003.
- (6) Grant of the requested authority will permit consummation of a transaction whereby Porter USA will ultimately acquire 100% of the membership interests in US Connect's corporate parent, Great Wireless, LLC, simultaneous with consummation of the transaction.
- (7) US Connect is a non-dominant carrier that is authorized to resell eligible telecommunications carrier services from various facilities based carriers. US Connect is authorized by the FCC to offer domestic interstate services in US as a non-dominant carrier.

Great Wireless is a holding company and is not authorized to directly provide telecommunications services.
- (8) This Application is appropriate for streamlined treatment based on Section 63.03(b)(1)(I) and 63.03(b)(2)(I).
- (9) US Connect did not obtain a Section 214 International authorization.
- (10) Not applicable.
- (11) Not applicable.

Grant of the instant application will serve the public interest, convenience, and necessity. Consummation of the proposed transaction will result in net benefits to US Connect's customers by strengthening its financial status. The transaction will enhance US Connect's ability to offer a broader range of innovative products and services to customers.

V. SUMMARY AND CONCLUSION

In summary, consent to the proposed transaction will allow US Connect to continue providing quality service to a greater number of customers and will increase competition.

No new construction is involved, and grant of the instant application would not constitute a "major" environmental action pursuant to Section 1.1305 of the Commission's Rules.

In view of the foregoing, the applicants respectfully request that the Commission consent to the transfer of control of the ownership of Great Wireless, LLC and its wholly-owned subsidiary US Connect, from Great Wireless, LLC, Suleman Bhimani, Owner to Great Wireless, LLC, Patricia Gabrysiak, an individual and Porter USA Enterprises, Inc., Owners and from Great Wireless, LLC, Patricia Gabrysiak, Majority Owner to Great Wireless, LLC, Porter USA Enterprises, Inc.

Dated this 10th day of November, 2017

Respectfully submitted,

By Leon Nowalsky

Leon Nowalsky *ln*
Nowalsky, & Gothard
A Professional Limited Liability Company
1420 Veterans Blvd.
Metairie, Louisiana 70005
Telephone: (504) 832-1984
Counsel for Petitioners

State of Texas
County of Dallas

VERIFICATION

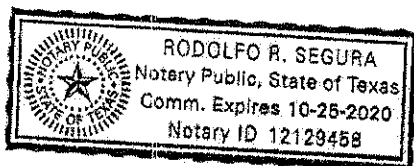
I, Suleman Bhimani, am the Manager of Great Wireless, LLC and am authorized to make this verification on its behalf. The statements made in the foregoing Application are true of my own knowledge, except as to those matters which are therein stated on information and belief, and as to those matters I believe them to be true.

By: _____

Suleman Bhimani, Manager
Great Wireless, LLC

Sworn to and subscribed before me this
10th day of October, 2017

Rodolfo R. Segura
Notary Public
My commission expires 10/25/2020



State of Texas
County of Harris

VERIFICATION

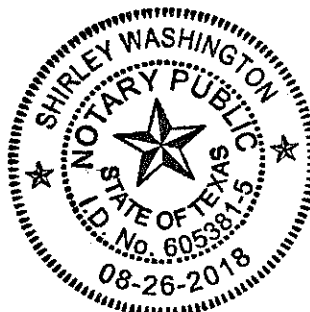
I, Obaid Uddin, am the President of Porter USA Enterprises, Inc. and am authorized to make this verification on its behalf. The statements made in the foregoing Application are true of my own knowledge, except as to those matters which are therein stated on information and belief, and as to those matters I believe them to be true.

By: *Obaid Uddin*
Obaid Uddin, President
Porter USA Enterprises, Inc.

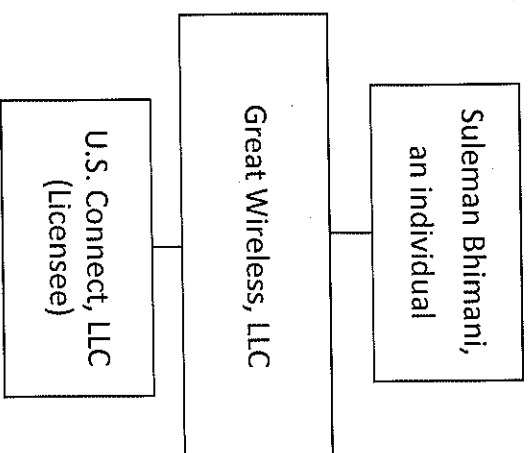
Sworn to and subscribed before me this
18 day of September, 2017

Shirley Washington
Notary Public

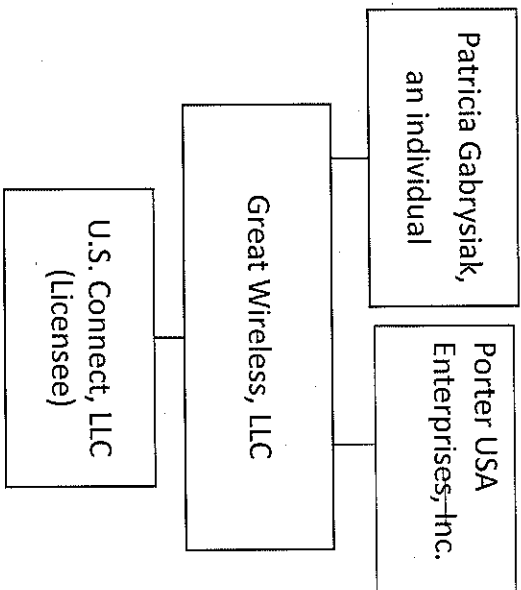
My commission expires 8/26/18



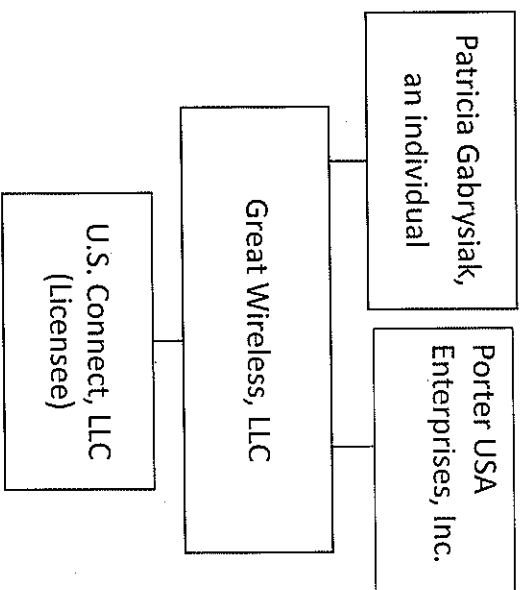
Pre-Transaction Org Chart
Transaction A



Post-Transaction Org Chart
Transaction A



Pre-Transaction Org Chart
Transaction B



Post-Transaction Org Chart
Transaction B

